



REQUEST FOR PROPOSALS (RFP)

CITY OF UPLAND

South Side of 11th Street between Central and Benson Avenue
Upland, California
(APN-1007-261-06)

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I. GENERAL INFORMATION AND INSTRUCTIONS

A. General

The City of Upland (the “City”) is seeking proposals for the purchase and development of City-owned parcels of land, which together have a gross site area of approximately 113,511 square feet or 2.61 acres, located on the south side of 11th St between Central and Benson Avenue in Upland, California. It is anticipated that this project will be redeveloped as an industrial use in accordance with the existing zoning.

B. Issuing Office

The City has issued this Request for Proposals. All contact regarding this RFP is to be directed to:

Doug Story, Development Services Specialist
City of Upland
460 N. Euclid Ave
Upland, Ca 91785-0460
Phone: (909) 931-4267
Fax: (909) 931-4319
Email: dstory@ci.upland.ca.us

C. Goals for this site

- Develop underutilized property within the City.
- Maximize the financial return to the City for the sale of the land.
- Develop industrial areas for continued employment activities to ensure a robust economy that is essential in order for the City to continue to provide the high level of public services that the community expects.
- Continue to diversify Upland’s economic base by providing sites for incubator businesses, creative industries, technology-based businesses, research and development, light manufacturing and professional offices.
- Provide a range of employment opportunities to meet the needs of current and future residents and take advantage of the City’s location relative to regional roadway and transit systems.
- Assure high-quality design and site planning of industrial area and support the adaptive reuse of industrial buildings that contribute to the character of the City as a whole.
- Encourage the development of industrial areas that create an opportunity to walk and bike between businesses, employment, and residences.
- Ensure that new industrial development is designed to minimize traffic and parking impacts on surrounding neighborhoods and is appropriate to the physical characteristics of the site and the area where the project is located.

D. Our vision for this site

The General Industrial (GI) zone is intended to allow for a full range of industrial and manufacturing uses. Standards for the GI zone are intended to preserve locations for existing and future employment-generating businesses, including both traditional businesses and innovative green technology enterprises. Retail, personal service, and restaurant uses are not allowed.

E. Site Description

Currently this site has a General Plan Land Use designation of General Industrial (GI) as well as Airport Land Use Compatibility Zone D. The site is to be developed with a use which is permitted by right or with the approval of a Conditional Use Permit under the provisions of Section 17.07-1 of the Upland Municipal Code. The subject property is a rectangular-shaped, level, industrially-zoned parcel of land which is situated on the south side of West 11th Street just west of North Benson Avenue within the city of Upland. This site offers about 193 ft of exposure along West 11th Street and a depth of about 627 ft to the rear property line, for a total site size of 121,011 gross square feet or about 2.78 +/- acres of GI zoned land. Net of proposed dedications and/or easements (as described below), the net land area would be lower at approximately 113,511 sf, or 2.61 acres.

It is anticipated that a water well and pipeline facilities will be situated on this site. The well site will need a location with a minimum of 50 feet of the 11th Street frontage and 100 feet in depth. An additional minimum of 25 feet of the 11th Street frontage and 100 feet of depth will be joint use and access will be required in this area during well site construction and periodic well rehabilitation activities to allow for equipment and operations to be undertaken. In addition to the Well Facility Site and additional working space, a 15 foot pipeline easement and temporary construction access will be necessary to build, operate and maintain a water pipeline to convey water and access southerly property. It is possible that the water produced from this water well may require treatment to meet drinking water standards. Preserving the requirements to allow for the implementation of these water facilities for the benefit of the community is paramount to the City. The proposer for this property will need to consider these facilities as part of their proposal to the City.

City of Upland ordinance requirements for planning, zoning, building, and parking can be accessed on the City's web site at:

<http://www.qcode.us/codes/upland/>

Additional information may be requested from the City's Planning Division at (909) 931-4130.

A supplemental packet of information regarding the site is available from the City and includes the following:

- City of Upland Zoning Code for the General Industrial (GI) zone (Section 17.07).
- City of Upland Zoning Code for Sign Regulations (Section 17.15).

- City of Upland Zoning Code for Off-Street Parking regulations (Section 17.11)
- Utility information on water main size, pressure measurements, tap location; immediate fire hydrant facilities; sewer pipe size, slope and tap location; storm sewer location; available private utility information.

This information will be available on request. The City does not warrant or guarantee the accuracy of the information provided. Rather, it is providing the documents for background purposes only and not for any other purpose. Potential Submitters are not relieved of their responsibility to make personal investigations of the site, of the work and of existing facilities and shall determine to its own satisfaction the conditions to be encountered, the nature of the ground, the difficulties involved, and all other factors affecting the work proposed in this Request for Proposals.

**Table 1-1
Preliminary RFP Schedule**

RFP to be Issued	August 1, 2016
RFP Response Deadline	September 1, 2016
RFP Evaluation Begins	September 5, 2016
Selection Committee Recommendation, Week of	September 12, 2016
City Approval of Purchase and Sale Agreement (PSA)	October 10, 2016
Taxing Entities Final Approval of Compensation Agreements	Approximately 4-6 months from approval of PSA

The schedule above is subject to change based on the approval process of the Taxing Entities associated with the sale of this property.

F. Successor Agency and Taxing Entities Compensation Agreement Process

The subject property is part of the Long Range Property Management Plan for the Successor Agency (SA) of the City of Upland, as such there are additional steps involved in the purchase of this property required by State Law. Once the Purchase and Sale Agreement is approved by City Council there are several steps required for the Compensation Agreements (CA) and all associated Taxing Entities (TE) involved in the property sale. The CA is required for all SA properties that are used for future economic development. In order for this sale to be approved, each of the TE shall adopt a resolution at a regularly scheduled board meeting and if it is required, the TE may request alterations to the CA. These alterations and negotiations may cause for a delay as the resolution will need to return to a subsequent board meeting for approval. Being that there are several TE involved in this process there are several approvals and resolutions that must be approved by each TE, prior to the close of escrow. We are estimating that this process may take approximately 4-6 months.

G. Proposal Submissions and Clarifications

Proposals must be submitted in the proposal format required. Sealed proposals will be received by the City (at Upland's City Hall), located at 460 N. Euclid Ave, Upland, CA 91786, at the time stipulated. Each proposal must be enclosed in a sealed envelope, endorsed across one end:

REQUEST FOR PROPOSALS FOR SALE AND DEVELOPMENT OF CITY-
OWNED PROPERTY LOCATED AT THE SOUTH SIDE OF 11th STREET
BETWEEN CENTRAL AND BENSON AVENUE, UPLAND, CALIFORNIA –
APN 1007-261-06.

One original and five copies of the Proposal and an electronic version of the report in Adobe Acrobat Portable Document File (PDF) format shall be submitted, with the Acquisition Cost Proposal. The information included therein should be as concise as possible. To be considered each Submitter must submit a complete response to this RFP using the format found in Section 3 of this RFP. No other distribution of the proposals is to be made by the Submitter. Appendix A of this RFP, Legal Status of Proposer must be completed and returned with the proposal. An official authorized to bind the submitter to its proposal provisions must sign each proposal copy in ink.

Proposals must arrive no later than **September 01, 2016 by 5:00 pm.** Proposals received after the deadline will be deemed unacceptable for further consideration. Regardless of the delivery method the Submitter is responsible for the actual delivery of the proposals to the City as of the deadline. Submitters agree to honor their proposal for a period of one hundred twenty (120) days from the proposal due date. All proposals become the property of the City after the deadline whether awarded or rejected.

The City accepts no financial responsibility for costs incurred by any Submitter in responding to this RFP. By responding to this RFP the Submitter agrees to hold the City of Upland harmless in connection with the release of any information contained in its proposal.

Should any prospective Submitter be in doubt as to the true meaning of any portion of this RFP, or should the Submitter find any ambiguity, inconsistency, or omission therein, the Submitter shall make a written request for an official interpretation or correction. All questions concerning the solicitation and specifications shall be submitted in writing via e-mail or fax to the name below. You are encouraged to submit your questions via e-mail.

Doug Story, Development Services Specialist
City of Upland
460 N. Euclid Ave
Upland, Ca 91785-0460
Phone: (909) 931-4267
Fax: (909) 931-4319
Email: dstory@ci.upland.ca.us

Questions must be submitted no later than August 24, 2016 by 4:00 p.m. (5 business days prior to the submission deadline).

Any oral responses to any questions shall be unofficial and not binding on the City. The City staff will make such interpretation or correction, as well as any additional RFP provisions that the City may decide to include, only as an RFP addendum. Staff will mail or deliver addendums to each prospective Submitter recorded as having received a copy of the RFP. Any addendum issued by the City shall become a part of the RFP. Submitters should consider issued addendums in preparing his or her proposal.

H. Selection Criteria

The initial screening evaluation will be based upon the responses to the questions outlined in these specifications. Responses to this RFP will be evaluated using a two-tier selection system.

1. Tier One Proposal Evaluation

Proposals shall be evaluated under the tier one proposals evaluation process based on the description of the items and on the weighting listed below. The proposals that are evaluated to have sufficient credentials under Tier One will then be passed along for a Tier Two evaluation.

Table 1-2
Tier One Proposal Evaluation

Description	Weighting
Professional Qualifications	30% weighting
Past Involvement with Similar Project – verified by references, including experience with infill industrial development projects.	35% weighting
Financial capacity and ability to finance, including experience and capacity to develop an attractive industrial project. Demonstrated ability to procure financing for a project of this size and type.	35% weighting

2. Tier Two Proposal Evaluation

Proposals shall be evaluated under the tier two proposals evaluation process based on the description of the items and on the weighting listed below.

Table 1-3
Tier Two Proposal Evaluation

Description	Weighting
Extent to which the proposal meets the goals and project scope of the RFP and achievement of site development goals and visions.	50% weighting
Proposed purchase price, and achievement of financial goals.	50% weighting

I. Selection Process

The Selection Committee for this Request for Proposals will consist of representatives of City's staff and consultants.

The City will initially evaluate responses to the RFP to decide which Submitter(s), if any, they will interview. For the initial evaluation, they will not consider acquisition price proposals. For this reason, the acquisition price proposal must be separately submitted in a sealed and marked envelope. Before the interview(s), the acquisition price proposal(s) of the Submitter(s) selected will be opened and reviewed.

Interviewed Submitters will be re-evaluated by the above criteria after the interview and ranked. The highest-ranked Submitter will be recommended to the City Council for the award of the proposal.

The City may negotiate a mutually acceptable Purchase and Sale Agreement with the highest ranked Submitter. The Agency will determine whether the final scope of the project to be negotiated will be entirely as described in this RFP, a portion of the scope, or a revised scope. The Selected Submitter must secure and pay for all plan review fees necessary for the prosecution of its proposal. The City will provide for a reasonable time in which to obtain such approvals before closing. If a Purchase and Sale Agreement is not concluded, the City, at its sole option, may choose to initiate negotiations with any other qualified Submitter, or reopen the entire process.

The City reserves the right to not consider any proposal that it determines to be unresponsive and deficient in any of the information requested for evaluation. A proposal with all the requested information does not guarantee the proposing firm to be a candidate for an interview. The Committee may contact references to verify material submitted by the proposers.

J. Reservation of Rights

The City reserves the right to accept any Proposal, to reject any or all Proposals, to waive irregularities and/or informalities in any Proposal and to make the award in any manner the City believes to be in its best interest.

II. PROPOSAL SCOPE OF PROJECT

A. Site Development Goals

The City wishes to advance a number of important goals in the sale, development and use of the subject property. The required elements for any proposal needs to include:

- Develop underutilized property within the City.
- Maximize the financial return to the City for the sale of the land.
- Develop industrial areas for continued employment activities to ensure a robust economy that is essential in order for the City to continue to provide the high level of public services that the community expects;
- Continue to diversify Upland's economic base by providing sites for incubator businesses, creative industries, technology-based businesses, research and development, light manufacturing and professional offices;
- Provide a range of employment opportunities to meet the needs of current and future residents and take advantage of the City's location relative to regional roadway and transit systems;
- Assure high-quality design and site planning of industrial area and support the adaptive reuse of industrial buildings that contribute to the character of the City as a whole;
- Encourage the development of industrial areas that create an opportunity to walk and bike between businesses, employment, and residences; and
- Ensure that new industrial development is designed to minimize traffic and parking impacts on surrounding neighborhoods and is appropriate to the physical characteristics of the site and the area where the project is located.

B. Work Plan/Schedule of Performance

Proposal must include a detailed Work Plan/Schedule of Performance for the development of the subject property, including but not limited to a listing of all elements necessary to accomplish the development of the site. The Schedule of Performance shall depict the sequence and duration of plan components showing how the work will be organized and executed. Any additional project elements suggested by the Submitter are to be included in the work plan and identified as Submitter suggested elements. Also include in the work plan proposed steps, if any, to expedite completion of the individual components within the project. This will be given due consideration during evaluation of proposals.

III. INFORMATION REQUIRED FROM ALL PROPOSAL SUBMITTERS

A. Format

Proposals should be submitted using the following format:

Section 1: Proposal Statement (format attached – Appendix A)

Section 2: Project Description: This section should provide a narrative summary description of the proposed project. Proposed number and type of buildings and use(s), parking provisions, and building design objectives shall be addressed.

Section 3: Plans: This section should provide a schematic plan including site plan data and schematic floor plans and elevation drawings. Plans shall be no larger than 11 inches x 17 inches in size.

Section 4: Project Schedule: This section should include a project completion schedule including start and completion dates and other key dates as identified for action. Proposal must include the time period by which this project will be initiated and completed.

Section 5: Construction Team: This section should identify the professionals who will provide the following components of the project: design team, construction, and construction management. Include the name of executive and professional personnel by skill and qualification that will be employed in the work. Identify where these personnel will be physically located during the time they are engaged in the work. Indicate which of these individuals you consider key to the successful completion of the project. Identify individuals who will do the work on this project by name and title. Resumes or qualifications of proposed project personnel may be submitted as an appendix.

Section 6: Overview of the Organization and its services – This section should give a summary of the development firm's history, including years in business, locations, size, growth, services and financial capability. Include information regarding any pending or recent lawsuits against the organization, its officers or employees. If the proposal is submitted by a lead organization on behalf of several partners, provide similar information for each partner.

Section 7: Professional Qualifications: This section should include the full name and address of your organization and, if applicable, the branch office or other subordinate element that will perform, or assist in performing, the work hereunder. Indicate whether it operates as an individual, partnership, or corporation. If as a corporation, include whether it is qualified to do business in California. This information shall be provided for all organizations participating in the development of the property. If the proposal is submitted by a lead organization on behalf of several partners, list all key partners and their respective roles in the proposal. Identify the technical expertise, which make the organization(s) qualified for this work.

Section 8: Prior Experience with Similar Projects: This section should provide a description of other infill industrial projects completed. Include names, title and phone numbers of contact persons from units of government where these projects are located. Include supporting documents to demonstrate capacity.

Section 9: Financial Capacity: This section should provide a description of the financial capacity of the organization, including appropriate documentation and banking references. If available, provide 3 years of certified financial statements.

Section 10: Project Financing: This section should include a development pro forma analysis and other financial information for the project. Include the anticipated time schedule to assemble needed financial commitments, types of financing expected and letters of interest from banks or other sources. Financial partnerships (e.g., public/private; nonprofit/profit) must be identified.

Section 11: Acquisition Cost Proposal– This section should include the amount offered for purchase of the property, and, any purchase contingencies proposed. Any financial contingencies must also be identified.

Section 12: Certifications (format attached – Appendix B)

Each section of the proposal must be clearly identified with the appropriate headings. Additional pages of personnel resumes may be attached as appendices. To be considered responsive to this RFP, a prospective Submitter must provide all of the information requested. The specifications within the RFP represent the minimum performance necessary for response.

B. References

Each Submitter shall submit a list of at least four (4) references for recent projects. Reference must include a point of contact (POC), e-mail address, and a telephone number where the POC can be contacted. The reference list shall also include the dates when these projects were constructed.

Each submitter shall also submit at least two (2) financial references from banks or other financial institutions attesting to the submitter's financial capacity and ability to finance a project as proposed.

C. Appendices

All proposers must complete and submit "Appendix A – Proposal Statement" and "Appendix B – Certifications" with their proposal as required under Section III-A above..

APPENDIX "A"
PROPOSAL STATEMENT

City of Upland
460 N. Euclid Ave
Upland, Ca 91785-0460

Ladies and Gentlemen:

The undersigned declares that this Proposal is made in good faith, without fraud or collusion with any person or persons submitting a proposal on the same Contract; that the undersigned has carefully read and examined the "Request for Proposals" documents, including Information and Instructions, Scope of Project, Information Required, all Addenda (if any), and understands them. The undersigned declares that it is fully informed as to the nature of and the conditions relating to the terms of sale of the property. Further, the undersigned declares that it has extensive experience in successfully providing the development services required under the specifications of this Request for Proposal.

The undersigned acknowledges that it has not received or relied upon any representations or warrants of any nature whatsoever from the City of Upland ("City"), its agents or employees, and that this Proposal is based solely upon the undersigned's own independent business judgment.

If the City accepts this Proposal and the undersigned fails to contract and furnish the required earnest money deposit and insurance documentation at the time of execution of the Disposition and Development Agreement, then the undersigned shall be considered to have abandoned the Proposal. In submitting this Proposal, it is understood that the right is reserved by the City to accept any Proposal, to reject any or all Proposals, to waive irregularities and/or informalities in any Proposal, and to make the award in any manner the City believes to be in its best interest.

COMPANY NAME*: _____

ADDRESS: _____

CITY, STATE, AND ZIP CODE: _____

DATE: _____ TELEPHONE: _____

FAX: _____ E:MAIL: _____

AUTHORIZED SIGNATURE: _____

PRINTED NAME OF SIGNER _____

TITLE OF SIGNER: _____

* NOTE: If the PROPOSER is a corporation, the legal name of the corporation shall be set forth above together with the signature of authorized officer or agents. If PROPOSER is a partnership, the true name of the firm shall be set forth with the signature of the partners authorized to sign contracts on behalf of the partnership. If PROPOSER is an individual, his signature shall be placed above.

*NOTE: Interested Organizations may establish a partnership of more than one organization to provide the services identified in the Scope of Services.

APPENDIX "B"
CERTIFICATIONS

By signing and submitting this Certification, the proposer certifies in connection with this proposal:

1. Submitter agrees to defend, indemnify and hold harmless the City of Upland ("City"), its officers, employees and agents from and against all claims, lawsuits, losses and expenses including attorney's fees arising out of or resulting from the performance of this award; and
2. Submitter has arrived at the prices and costs in the proposal independently, without consultation, communication, or agreement, for the purpose of restricting competition as to any matter relating to such fees with any other proposal submitter or with any competitor; and
3. Unless otherwise required by law, the prices and costs which have been quoted in the proposal have not been knowingly disclosed by the Submitter and will not knowingly be disclosed by the submitter prior to award directly or indirectly to any other prospective Submitter or to any competitor; and
4. No attempt has been made or shall be made by the proposal Submitter to induce any other person or firm to submit or not submit a proposal for the purpose of restricting competition; and
5. Each person signing the proposal certifies that he/she is the person in the proposal Submitter's organization responsible within that organization for the decision as to the acquisition cost proposal being offered in the proposal and has not participated (and will not participate) in any action contrary to items 2-4 above; and
6. A proposal will not be considered for award if the sense of the statement required in the Cost Analysis portion of the proposal has been altered so as to delete or modify section 2-4 above. If section 3 has been modified or deleted, the proposal will not be considered for award unless the Submitter furnishes with the proposal a signed statement, which sets forth in detail the circumstances of the disclosure, and the Agency determines that such disclosure was not made for the purpose of restricting competition; and
7. Submitter has read the minimum insurance requirements as listed in Appendix "E" attached hereto.

COMPANY NAME*: _____

ADDRESS: _____

CITY, STATE, AND ZIP CODE: _____

DATE: _____ TELEPHONE: _____

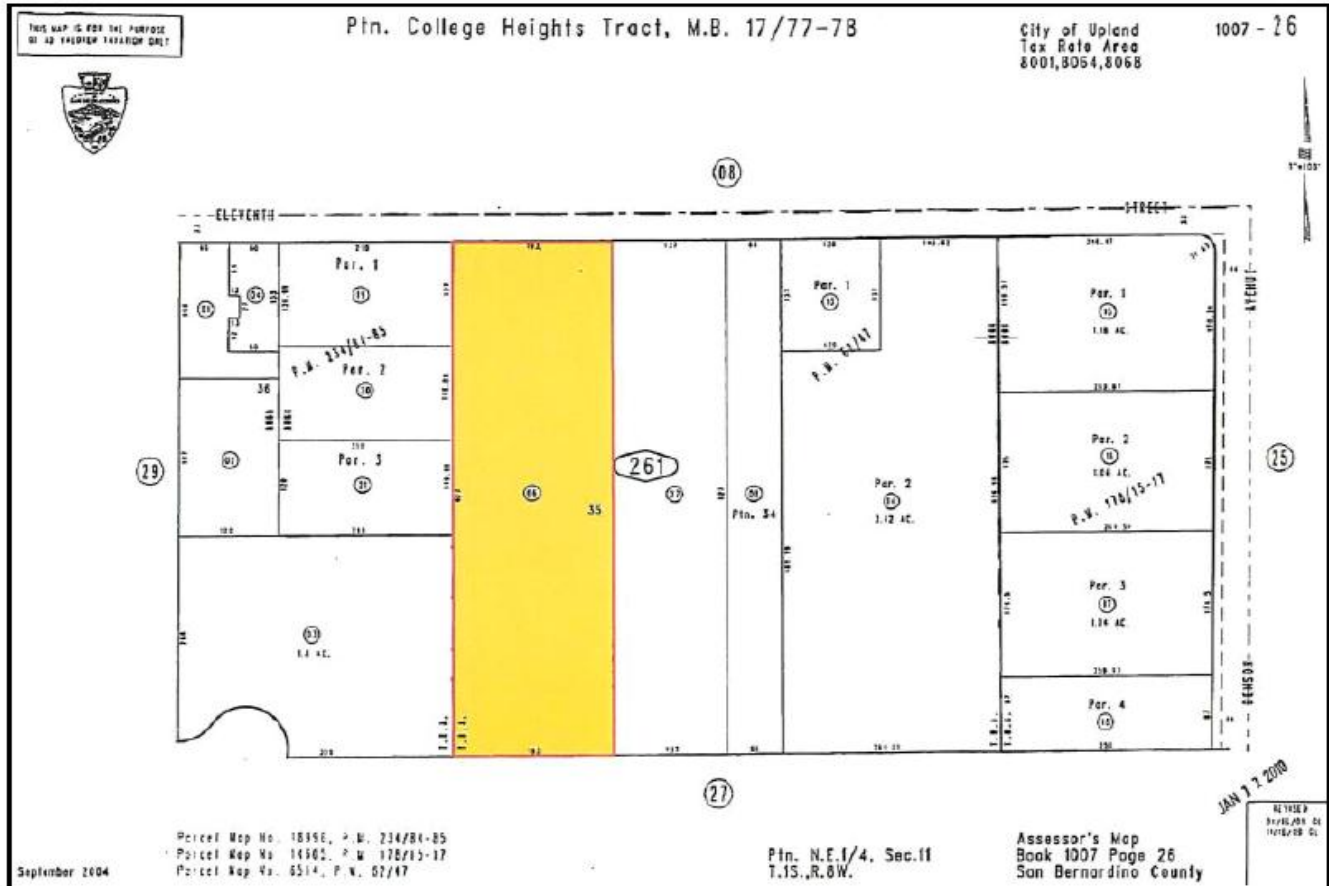
FAX: _____ E:MAIL: _____

AUTHORIZED SIGNATURE: _____

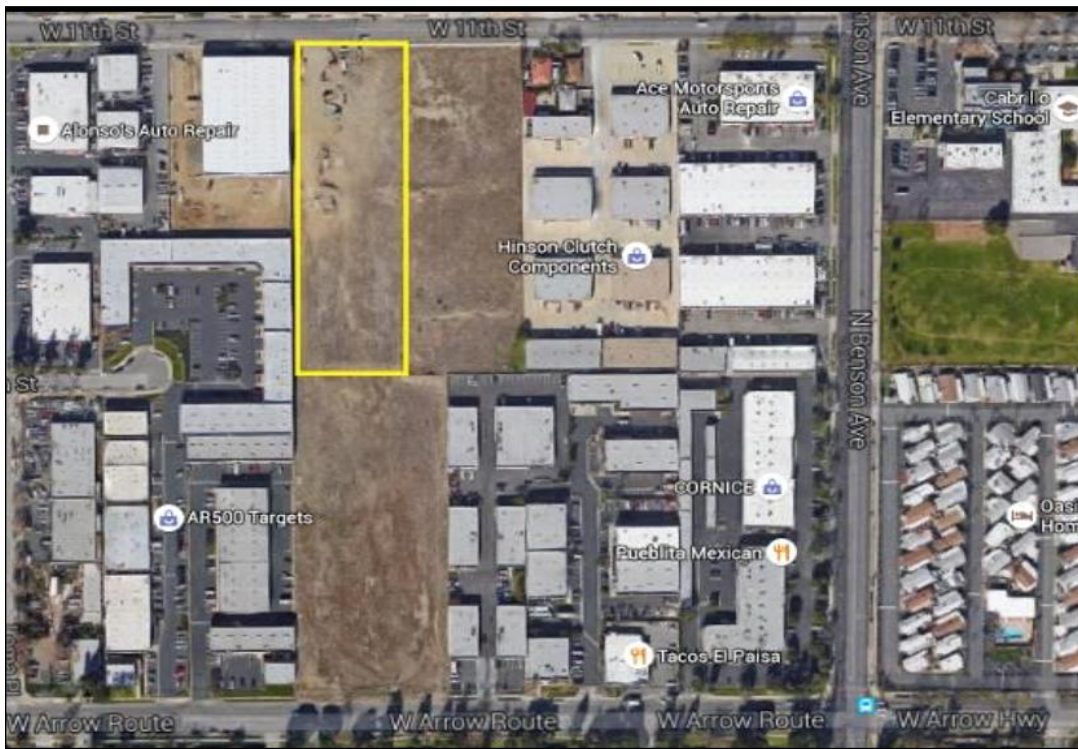
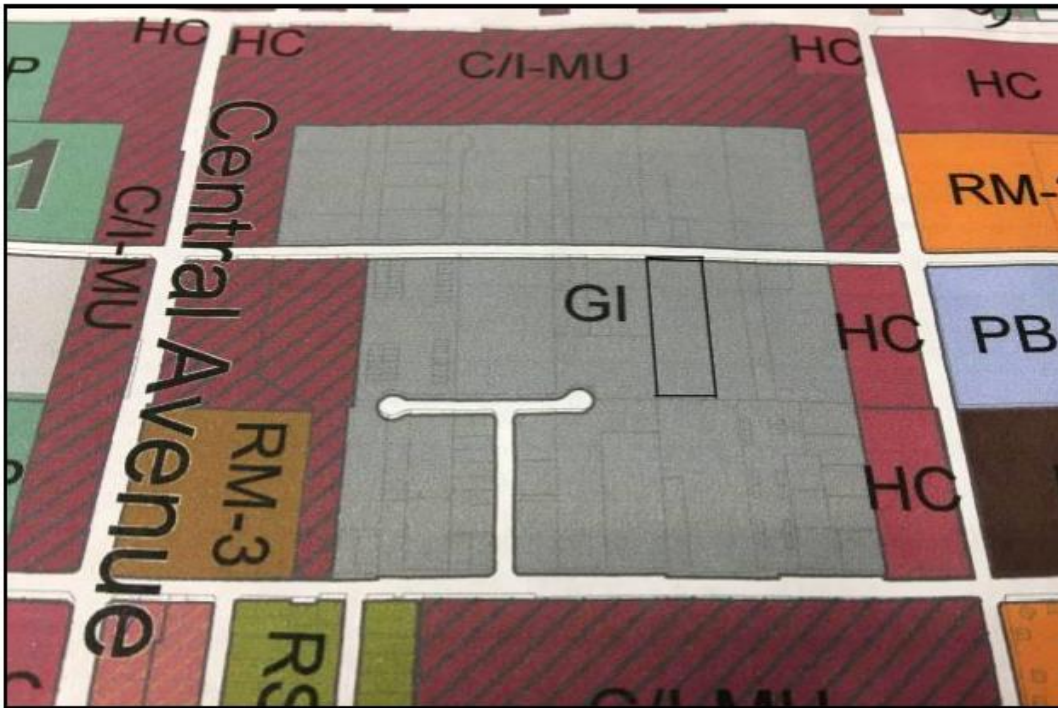
PRINTED NAME OF SIGNER _____

TITLE OF SIGNER: _____

**APPENDIX “C”
ASSESSOR’S PARCEL MAP**



APPENDIX "D"
CITY ZONING MAP, SITE PHOTOS, AND AERIAL MAP



SUBJECT PROPERTY – PHOTOGRAPH EXHIBITS



FRONT VIEW ALONG WEST 11TH STREET



**NORTHERLY VIEW FROM REAR PROPERTY
LINE**



**WESTERLY VIEW FROM EASTERMOST
PROPERTY LINE**



SUBJECT SITE ALONG WESTERN BORDER



EASTBOUND ALONG WEST 11TH STREET



WESTBOUND ALONG WEST 11TH STREET

**APPENDIX “E”
INSURANCE REQUIREMENTS**

Developer shall obtain and maintain, at its sole costs and expense and with a reputable and financially responsible insurance company reasonably acceptance to City, the following insurance:

1. Commercial general liability insurance, insuring against claims and liability for bodily injury, death or property damage arising from the construction, use, occupancy, condition or operation of the Development, which insurance shall provide protection for bodily injury and property damage of at least Three Million Dollars (\$3,000,000) per occurrence and general aggregate limit protection of at least Five Million Dollars (\$5,000,000). All policies evidencing such insurance shall: (i) contain standard cross-liability and severability of interest clauses; (ii) contain a clause providing that these policies are primary and that any other insurance of City with respect to the matters covered by such policy shall be excess and noncontributing; and (iii) contain a waiver of subrogation in favor of City.
2. During the construction of the Development (i) so-called “Builder’s Risk 100% Replacement Cost Non-Reporting” insurance in a form and with a company reasonably acceptable to City, and (ii) worker’s compensation insurance covering all persons employed by Developer in connection with such work. Such builder’s risk insurance shall cover the improvements in place and all material and equipment at the job site furnished under contract, but shall exclude contractors’, subcontractors’, and construction managers’ tools and equipment and property owned by contractors; and subcontractors’ employees and the policies evidencing such insurance shall: (a) afford coverage for not less than ninety percent (90%) of the full replacement cost of the insured property and for removal of damaged property; (b) contain a waiver of subrogation in favor of the City.

With respect to each policy of insurance required by this section, Developer shall furnish City with certificate, issued by the insurance carrier providing such policy, setting forth the general provisions and coverage limits thereof. Developer shall furnish the required certificates concurrently with the issuance of each policy.

Each policy of insurance required by this section shall be non-assessable and shall contain language to the effect that (i) the policies cannot be canceled or materially changed except after thirty (30) days’ notice by the insurer to City, (ii) City shall not be liable for any premiums or deductible and (iii) shall name City, and their employees, officers and agents, as additional insured by endorsement. All such insurance shall have deductible limits that are reasonably acceptable to the City.

Developer shall furnish City with reasonable evidence that any contractor with whom it has contracted for the construction of the Development, and any subcontractor with whom such contractor has contracted, carries (i) workers; compensation insurance as required by law and (ii) the insurance described in section (provide, however, that the liability limits require to be carried such contractors/subcontractors shall be amounts acceptable to Holder).